

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

FOOD MANAGEMENT GROUP, LLC, *et al.*

MATRIX REALTY GROUP, INC.,

Appellant,

- against -

JANICE B. GRUBIN, in her capacity
as Chapter 11 Trustee for Debtors
FOOD MANAGEMENT GROUP, LLC,
KMA I, INC., KMA II, INC., KMA III, INC.,
and BRONX DONUT BAKERY, INC.,

Appellee.

Chapter 11

Case No. 04-22880 (ASH)

(Jointly Administered)

Civil Case: 08-cv-05956-DAB

On Appeal from the United States
Bankruptcy Court for the Southern District
of New York, Case No. 05-A-08636-ASH

**MOTION TO ADMIT COUNSEL
PRO HAC VICE**

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Janice B. Grubin, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission pro hac vice of

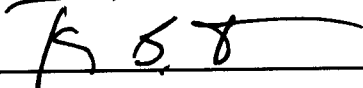
Applicant's Name:	WARREN T. PRATT
Firm Name:	DRINKER BIDDLE & REATH LLP
Address:	1100 N. MARKET STREET, SUITE 1000
City/State/Zip:	WILMINGTON, DELAWARE 19801-1254
Phone Number:	(302) 467-4224
Fax Number:	(302) 467-4201

WARREN T. PRATT is a member in good standing of the Bar of the State of Delaware and the Bar of the Commonwealth of Pennsylvania.

There is no pending disciplinary proceeding against WARREN T. PRATT in any State or Federal Court.

Dated: July 23, 2008
New York, New York

Respectfully submitted,

By: 

Janice B. Grubin
Drinker Biddle & Reath LLP
140 Broadway, 39th Floor
New York, New York 10005-1116
Telephone: (212) 248-3140
Facsimile: (212) 248-3141

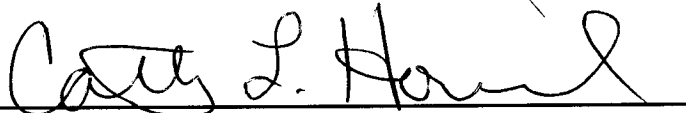
SUPREME COURT OF THE STATE OF DELAWARE

CERTIFICATE OF GOOD STANDING

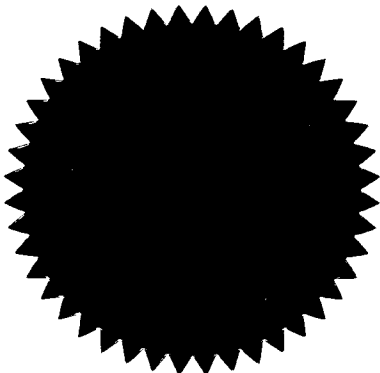
The Clerk of the Supreme Court of the State of Delaware, the highest Court in the State, certifies that **Warren Thomas Pratt** was admitted to practice as an attorney in the Courts of this State on **January 9, 2003**, and is an **active** member of the Bar of the Supreme Court of the State of Delaware in good standing.

IN TESTIMONY WHEREOF,

I have hereunto set my hand and affixed the seal of said Court at Dover this 11th day of July 2008.



Cathy L. Howard
Clerk of the Supreme Court





Supreme Court of Pennsylvania

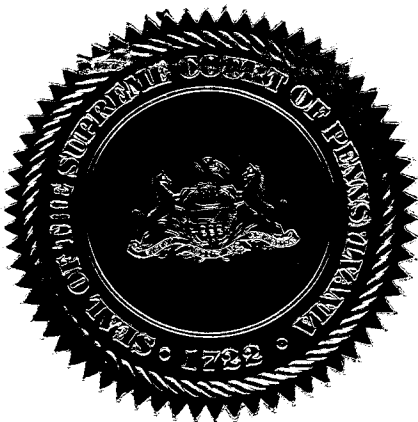
CERTIFICATE OF GOOD STANDING

Warren T. Pratt, Esq.

DATE OF ADMISSION

September 6, 1983

The above named attorney was duly admitted to the bar of the Commonwealth of Pennsylvania, and is now a qualified member in good standing.



Witness my hand and official seal

Dated: July 9, 2008

A handwritten signature in black ink, appearing to read "John W. Person, Jr.", written over a horizontal line.

John W. Person, Jr., Esq.
Deputy Prothonotary

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**AFFIDAVIT OF
JANICE B. GRUBIN
IN SUPPORT OF MOTION
TO ADMIT COUNSEL
PRO HAC VICE**

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

Janice B. Grubin, being duly sworn, hereby deposes and says as follows:

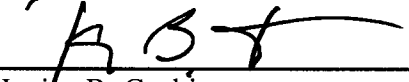
1. I am a partner in the law firm of Drinker Biddle & Reath, LLP, counsel for Appellee, Janice B. Grubin, as Chapter 11 Trustee, in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Appellee's motion to admit Warren T. Pratt as counsel pro hac vice to represent Appellee in this matter.
2. I am a member in good standing of the bar of the State of New York and was admitted to practice on May 17, 1988. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.
3. I have known Warren T. Pratt since early 2007.
4. Mr. Pratt is a partner in the law firm of Drinker Biddle & Reath LLP.
5. I have found Mr. Pratt to be a skilled attorney and a person of integrity. He is experienced in Federal practice and is familiar with the Federal Rules of Procedure.

6. Accordingly, I am pleased to move the admission of Warren T. Pratt, pro hac vice.
7. I respectfully submit a proposed order granting the admission of Warren T. Pratt, pro hac vice, which is attached hereto as Exhibit A.

WHEREFORE it is respectfully requested that the motion to admit Warren T. Pratt, pro hac vice, to represent Appellee in the above captioned matter, be granted.

Dated: July 23, 2008
New York, New York

Respectfully submitted,



Janice B. Grubin

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**ORDER FOR ADMISSION
PRO HAC VICE
ON WRITTEN MOTION**

Upon the motion of Janice B. Grubin, attorney for Janice B. Grubin, Chapter 11 Trustee for Debtors Food Management Group, LLC, KMA I, Inc., KMA II, Inc., KMA III, Inc., and Bronx Donut Bakery, Inc., and said sponsor attorney's affidavit in support;

IT IS HEREBY ORDERED that

WARREN T. PRATT
DRINKER BIDDLE & REATH LLP
1100 N. MARKET STREET, SUITE 1000
WILMINGTON, DELAWARE 19801-1254
(302) 467-4224
(302) 467-4201

is admitted to practice pro hac vice as counsel for Appellee Janice B. Grubin, Chapter 11 Trustee, in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the pro hac vice fee to the Clerk of Court.

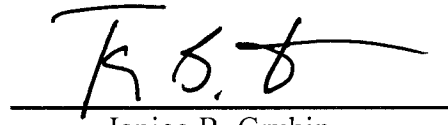
Dated: New York, New York
July __, 2008

United States District Judge

CERTIFICATE OF SERVICE

The undersigned hereby certifies that she caused to be served via U.S. Mail, postage prepaid, a true and correct copy of the foregoing Motion to Admit Counsel *Pro Hac Vice* for Warren T. Pratt, Affidavit of Janice B. Grubin in Support of Motion to Admit Counsel Pro Hac Vice and proposed Order for Admission Pro Hac Vice on Written Motion this ____ of July 2008, on the following party:

Robin S. Abramowitz, Esq.
David Lazer, Esq.
Lazer, Aptheker, Rosella & Yedid, P.C.
225 Old Country Road
Melville, New York 11747



Janice B. Grubin